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Attorneys at Law · Focused on Finance®

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RECORDATION NO 16495-J FILED

FEB 18 2010

11-45 AM

SURFACE TRANSPORTATION BOARD

February 17, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

Re: TTX Company
Termination of Lease and Security Documents
Lease No. 31B

Dear Section Chief:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two copies of the Termination of Lease (No. 31B), dated as of February 18, 2010, between U.S. Bank National Association (successor to The Connecticut National Bank) not in its individual capacity, but solely as Owner Trustee, as lessor (the "*Lessor*"), and TTX Company (formerly Trailer Train Company) as lessee (the "*Lessee*").

Please note that the enclosed document relates to the lease agreement previously filed under Recordation Number 16495 and supplements thereto were subsequently filed under Recordation Numbers 16495-A through H.

The names and addresses of the parties to the enclosed document are as follows:

Chapman and Cutler LLP

Lessee: TTX Company
101 North Wacker Drive
Chicago, Illinois 60606

Lessor: U.S. Bank National Association
Corporate Trust Services
225 Asylum Street - 23rd Floor
Hartford, CT 06103

A description of the equipment covered as of the date hereof by the aforesaid memorandum is:

The 260 railcars (including casualties) within the series TTAX 76001 - TTAX 76173, TTAX 78000 - TTAX 78049 and TTLX 60400 - TTLX 60599 as more specifically described in Schedule 1 attached hereto.

A short summary of the document to appear in the index follows:

Termination of Lease (No. 31B).

A fee of forty-one dollars (\$41.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

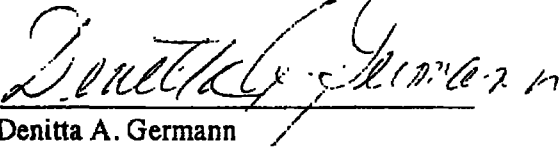
Robert Alvord, Esq.
Alvord and Alvord
1050 Seventeenth Street, N.W.
Suite 301
Washington, DC 2003

If you have any questions or need further information, please do not hesitate to contact the undersigned at (312) 845-3724.

Chapman and Cutler LLP

Sincerely,

CHAPMAN AND CUTLER LLP

By 
Denitta A. Germann

DAG/meg
Enclosures

EXHIBIT A **RAILCARS**

PURCHASED RAILCARS

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
Five-unit all purpose articulated spine cars - TTAX	TRINITY	76001	59
		76036 - 76038	
		76040 - 76058	
		76060 - 76066	
		76068 - 76072	
		76074	
		76140 - 76142	
		76150 - 76155	
		76157	
		76159 - 76162	
		76164 - 76170	
		76172 - 76173	
Five-unit all purpose articulated spine cars - TTAX	BETHLEHEM	78000 - 78041	48
		78043 - 78047	
		78049	
Five platform flatcar for trailers - TTLX	THRALL	60400	135
		60402	
		60409	
		60415	
		60455	
		60457 - 60475	
		60477 - 60486	
		60488 - 60543	
		60545 - 60552	
		60554 - 60561	
		60564 - 60565	
		60569 - 60571	
		60574 - 60590	
		60592 - 60597	
		60599	
		TOTAL PURCHASED	

CASUALTIED RAILCARS

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
Five-unit all purpose articulated spine cars - TTAX	TRINITY	76039	8
		76059	
		76067	
		76073	
		76156	
		76158	
		76163	
		76171	
Five platform flatcar for trailers - TTLX	THRALL	60456	10
		60476	
		60487	
		60544	
		60553	
		60567	
		60572	
		60573	
		60591	
		60598	
TOTAL CASUALTIED			18
TOTAL ALL RAILCARS			260

FEB 18 '10

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SURFACE TRANSPORTATION BOARD

**TERMINATION OF LEASE
(STB)**

THIS TERMINATION OF LEASE (No. 31B) is made and entered into as of February 18, 2010 by and between U.S. BANK NATIONAL ASSOCIATION (successor to The Connecticut National Bank), not in its individual capacity, but solely as Owner Trustee, as Lessor ("*Lessor*"), and TTX COMPANY (formerly Trailer Train Company) as Lessee ("*Lessee*").

1. Lessor has leased to Lessee certain railroad equipment pursuant to the Lease of Railroad Equipment (No. 31B), dated as of August 1, 1989 (as amended, modified or supplemented, the "*Lease*"), a copy of which (or evidence thereof) was filed with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) pursuant to the provisions of 49 U.S.C. Section 11303 on August 28, 1989 under Recordation Number 16495-B, and filings relating to the subject railcars were also filed under Recordation Numbers 16495-A, and 16495-C through H.

2. The Lease is terminated effective as of the date hereof and Lessor hereby releases all of its right, title and interest in and to the railroad equipment set forth on Exhibit A attached hereto.

IN WITNESS WHEREOF, the parties hereto have each caused this termination to be duly executed by their respective officers duly authorized as of the date and year first above written.

U.S. BANK NATIONAL ASSOCIATION, not in its
individual capacity, but solely as Owner
Trustee

By: Cauna M. Silva
Name: Cauna M. Silva
Title: Vice President

STATE OF CONNECTICUT)
) SS.:
COUNTY OF HARTFORD)

On this, the 18th day of February, 2010, before me, a Notary Public in and for said County and State, personally appeared Cauna M. Silva, who being by me duly sworn, says that (s)he is the Vice President of U.S. BANK NATIONAL ASSOCIATION, that said instrument was signed on February 18, 2010 on behalf of said national association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Karen R. Felt
Name: _____
Notary Public
My Commission Expires: _____
Residing in _____
(SEAL) Middletown, CT




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		60569 - 60571	
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		60592 - 60597	
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		60591	
		60598	
TOTAL CASUALTIED			18
TOTAL ALL RAILCARS			260

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 2/18/10



Robert W. Alvord